

**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK**

**In re:**

**PINNACLE AIRLINES CORP., *et al.*,**

**Debtors.**

**Chapter 11**

**Case No. 12-11343 (REG)**

**(Jointly Administered)**

**REPLY DECLARATION OF STEPHEN HUNYOR IN SUPPORT OF DEBTORS'  
MOTION TO REJECT COLLECTIVE BARGAINING AGREEMENTS WITH THE AIR  
LINE PILOTS ASSOCIATION, INTERNATIONAL AND THE  
ASSOCIATION OF FLIGHT ATTENDANTS-CWA PURSUANT TO 11 U.S.C. § 1113**

Stephen Hunyor declares and says:

1. I am an Associate at Seabury Consulting LLC ("**Seabury**"). I have been employed in this position since July 2007. I previously submitted a declaration in this matter dated September 13, 2012 (the "**September 13 Declaration**").

2. I offer this reply declaration in support of Pinnacle Airlines Corp.'s ("**Pinnacle**" or the "**Company**") motion pursuant to 11 U.S.C. § 1113 to reject the collective bargaining agreements ("**CBAs**") between Pinnacle and the Air Line Pilots Association, International ("**ALPA**") and the Association of Flight Attendants-CWA ("**AFA**").

3. Except as otherwise indicated, all facts set forth in this declaration are based upon my personal knowledge, experience, and review of relevant business records and information. If called upon to testify, I would testify competently to the facts set forth in this declaration.

**Labor Cost Savings Summaries**

4. As part of its work on this case, Seabury has performed costing analyses to determine the amount of savings to the Company resulting from CBA modifications proposed by

the Company and its unions. I have actively participated in all such calculations, by performing them personally and/or overseeing others who performed them under my direct supervision. I am therefore personally familiar with Seabury's calculations of the cost savings of the various CBA modifications, including the assumptions and methodologies underlying them.

5. Attached as Exhibit 1 is a summary of Seabury's calculations of the average annual labor cost savings associated with ALPA's October 11, 2012 counter-proposal to the Company.

6. While Seabury is still in the process of costing certain work rules in ALPA's October 11, 2012 proposal, our analysis thus far has identified \$10.4 million in total annual costing differences.

I, Stephen Hunyor, declare under penalty of perjury that the foregoing is true and correct.

Memphis, Shelby County, Tennessee

Dated: October 12, 2012

A handwritten signature in black ink, appearing to read 'Stephen Hunyor', with a long, sweeping horizontal stroke extending to the right.

Stephen Hunyor  
Associate  
Seabury Consulting LLC